

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

HELEN HANKS on behalf of herself and all
others similarly situated,

Plaintiff,

vs.

VOYA RETIREMENT INSURANCE AND
ANNUITY COMPANY,

Defendant.

Case No. 16-cv-6399

**DECLARATION OF JENNIFER M.
KEOUGH REGARDING PROPOSED
SETTLEMENT NOTICE PROGRAM**

I, JENNIFER M. KEOUGH, declare as follows:

INTRODUCTION

1. I am the President and Co-Founder of JND Legal Administration LLC (“JND”). This Declaration is based on my personal knowledge, as well as upon information provided to me by experienced JND employees and Counsel for the Plaintiff and Defendant (“Counsel”), and if called upon to do so, I could and would testify competently thereto.

2. I have more than 20 years of legal experience creating and supervising notice and claims administration programs and have personally overseen well over 1,000 matters. A comprehensive description of my experience is attached as Exhibit A.

3. JND is a legal administration services provider with headquarters located in Seattle, Washington. JND has extensive experience with all aspects of legal administration and has administered hundreds of class action matters.

4. I submit this Declaration at the request of Counsel in the above-referenced case to describe the proposed program for providing notice to Class members (the “Notice Program”) and

address why it is consistent with other best practicable court-approved notice programs and the requirements of Rule 23 of the Federal Rules of Civil Procedure (“Rule 23”), the Due Process Clause of the United States constitution, and the Federal Judicial Center (“FJC”) guidelines for best practicable due process notice.

RELEVANT EXPERIENCE

5. JND is one of the leading legal administration firms in the country. JND’s class action division provides all services necessary for the effective implementation of class actions including: (1) all facets of legal notice, such as outbound mailing, email notification, and the design and implementation of media programs, including through digital and social media platforms; (2) website design and deployment, including on-line claim filing capabilities; (3) call center and other contact support; (4) secure class member data management; (5) paper and electronic claims processing; (6) calculation design and programming; (7) payment disbursements through check, wire, PayPal, merchandise credits, and other means; (8) qualified settlement fund tax reporting; (9) banking services and reporting; and (10) all other functions related to the secure and accurate administration of class actions.

6. JND is an approved vendor for the United States Securities and Exchange Commission (“SEC”) as well as for the Federal Trade Commission (“FTC”) and we have worked with a number of other government agencies including: the U.S. Equal Employment Opportunity Commission (“EEOC”), the Office of the Comptroller of the Currency (“OCC”), the Consumer Financial Protection Bureau (“CFPB”), the Federal Deposit Insurance Corporation (“FDIC”), the Federal Communications Commission (“FCC”), the Department of Justice (“DOJ”) and the Department of Labor (“DOL”). We also have Master Services Agreements with various corporations, banks, and other government agencies, which were only awarded after JND

underwent rigorous reviews of our systems, privacy policies, and procedures. JND has also been certified as SOC 2 compliant by noted accounting firm Moss Adams.¹ Finally, JND has been recognized by various publications, including the *National Law Journal*, the *Legal Times* and the *New York Law Journal*, for excellence in class action administration.

7. The principals of JND, including myself, collectively have over 80 years of experience in class action legal and administrative fields. We have personally overseen some of the most complex administration programs, including: the \$20 billion Gulf Coast Claims Facility; the \$10 billion Deepwater Horizon BP Settlement; the \$6.15 billion WorldCom Securities Settlement; the \$3.4 billion Indian Trust Settlement (the largest U.S. Government class action ever); and the \$3.05 billion VisaCheck/MasterMoney Antitrust Settlement.

8. Recently, JND was appointed as the notice and claims administrator in the \$2.67 billion Blue Cross Blue Shield antitrust settlement, and we have been handling the settlement administration of the following matters: the \$1.3 billion Equifax Data Breach Settlement, the largest class action ever in terms of the number of claims received; a voluntary remediation program in Canada on behalf of over 30 million people; the \$1.5 billion Mercedes-Benz Emissions Settlement, the \$120 million GM Ignition class action economic settlement, where we sent notice to nearly 30 million class members, and the \$215 million USC Student Health Center Settlement on behalf of women who were sexually abused by a doctor at USC, as well as hundreds of other matters. Our notice campaigns are regularly approved by courts throughout the United States.

¹ As a SOC 2 Compliant organization, JND has passed an audit under AICPA criteria for providing data security.

CASE BACKGROUND

9. JND was approved as the Notice Administrator for the notice of pendency for this matter. In its April 23, 2019 order, this Court approved the form and content of the notices attached to my Declaration that was filed on April 3, 2019 at Docket No. 120, and the notice program to provide notice of the litigation to members of the Class. JND successfully implemented each aspect of that notice program starting June 13, 2019 through the July 29, 2019 opt out deadline.

10. The objective of the Notice Program here is to provide notice of the settlement to members of the Class. The Class consists of all owners of universal life and variable universal life insurance policies issued by Aetna Life Insurance and Annuity Company, now known as Voya, that were subject to the cost of insurance (“COI”) increase announced in 2016.²

NOTICE PROGRAM

11. JND’s Notice Program consists of a mailed notice effort. In addition, JND will update the existing case website, www.VoyaCOILitigation.com, and toll-free number, 1-833-759-2984, for settlement. All forms of notice have been designed to inform Class members of the settlement and their rights and options.

12. JND received the postal addresses for all or nearly all Class members (47,308) during the litigation notice effort. Defendant Voya Retirement Insurance and Annuity Company (“Voya”) and The Lincoln Life and Annuity Company of New York (“Lincoln”) will provide updated address information for all Class members prior to mailing. Factoring un-deliverables and forwarded mail, the individual notice effort alone is expected to reach more than 95% of Class members.

² Excluded from the Class are the twelve policies that previously timely and validly opted-out, Class Counsel and their employees; Voya and Lincoln; officers and directors of Voya and Lincoln, and members of their immediate families; the heirs, successors or assigns of any of the foregoing; the Court, the Court’s staff, and their immediate families.

13. **Mail Notice:** JND will send the Settlement Short-Form (Postcard) Notice, attached hereto as Exhibit B, via first-class U.S. mail to all Class Members at the addresses that will be provided by Voya and Lincoln and then updated by the National Change of Address database (“NCOA”).³ JND will re-mail any Notices returned by the United State Postal Service with a forwarding address.

14. **Website Notice:** JND will update the dedicated case website with information about the settlement and copies of relevant case documentation, including but not limited to the Settlement Long-Form Notice, attached hereto as Exhibit C. The website has an easy-to-navigate design and emphasizes important information and key dates. The website was established on June 13, 2019. As of the July 29, 2019 notice end period, the website received 585 unique visitors and a total of 2,366 page views.

15. **Toll-free Number:** JND will update the automated toll-free number with information about the settlement. The toll-free number was established on June 13, 2019. As of the July 29, 2019 notice end period, the toll-free number has received 404 calls.

NOTICE DESIGN AND CONTENT

16. JND designed the proposed notice documents to comply with the Rule 23’s guidelines for class action notices, as well as the FJC’s *Judges’ Class Action Notice and Claims Process Checklist and Plain Language Guide*. The notices contain easy-to-read summaries of the settlement and the exclusion and objection option that is available to Class members. The notices

³ The NCOA database is the official United States Postal Service (“USPS”) technology product which makes change of address information available to mailers to help reduce undeliverable mail pieces before mail enters the mail stream. This product is an effective tool to update address changes when a person has completed a change of address form with the USPS. The address information is maintained on the database for 48 months.

also provide instructions on how to receive more information about the settlement. Many courts have approved notices that have been written and designed in a similar manner.

REACH

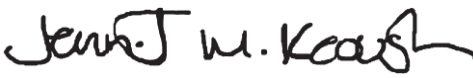
17. The proposed Notice Program is designed to reach the vast majority of Class members. As a result, the anticipated 95%+ reach meets that of other court approved programs, and exceeds the 70% or above reach standard set forth by the FJC.

CONCLUSION

In JND's opinion, the proposed Notice Program provides the best notice practicable under the circumstances; is consistent with the requirements of Rule 23; and is consistent with, and/or exceeds, other similar court-approved best notice practicable notice programs. The Notice Program is designed to reach as many Class members as possible and inform them of the settlement and their rights and options.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on January 19, 2022, at Seattle, Washington.

By: 

Jennifer M. Keough